TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|------------------|----------|----------------|-----------------------|
| BWT BRANDS, INC. | | 11/07/2004 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| Name: | R.J. REYNOLDS TOBACCO COMPANY | | |
|-----------------|-------------------------------|--|--|
| Street Address: | 401 NORTH MAIN STREET | | |
| City: | WINSTON-SALEM | | |
| State/Country: | NORTH CAROLINA | | |
| Postal Code: | 27102 | | |
| Entity Type: | CORPORATION: NORTH CAROLINA | | |

PROPERTY NUMBERS Total: 1

| Property Type | Number | Word Mark |
|----------------|----------|-------------------------------|
| Serial Number: | 78436240 | FROM BLU RHYTHMS TO NU RHYMES |

CORRESPONDENCE DATA

Fax Number: (336)741-7598

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 336-741-6303

Email: COFFEYJ@RJRT.COM
Correspondent Name: JOSEPH K. COFFEY

Address Line 1: 401 NORTH MAIN STREET

Address Line 4: WINSTON-SALEM, NORTH CAROLINA 27102

NAME OF SUBMITTER: JOSEPH K. COFFEY

Total Attachments: 1

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TRADEMARK REEL: 002980 FRAME: 0895

ASSIGNMENT

WHEREAS BWT Brands, Inc., a Delaware corporation, residing at 2600 Weaver Road, Macon, Georgia 31217 ("Assignor"), is the owner in the United States of Application No. 78/436240 for the trademark FROM BLU RHYTHMS TO NU RHYMES (hereunder called the "Trademark"); and

WHEREAS R.J. Reynolds Tobacco Company, a North Carolina corporation, residing at 401 North Main Street, Winston-Salem, North Carolina 27102 ("Assignee"), is desirous of acquiring the Trademark;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee all right, title and interest in and to the Trademark together with the goodwill of the business associated with the Trademark. Assignor covenants that it will execute and deliver all such documents and instruments that are needed to record Assignee as the owner of the Trademark.

Assignee hereby accepts the assignment of the Trademark.

IN WITNESS WHEREOF, the parties hereto have caused their respective authorized representatives to execute this Assignment.

| BWT BRANDS, INC. | R.J. REYNOWDS TOBACCO COMPANY |
|------------------|---|
| By: Steve F. Let | By: |
| Title: President | Vice President, Deputy General Counsel Title: and Secretary |
| Date: 11/7/04 | Date://-/7-04 |

TRADEMARK REEL: 002980 FRAME: 0896

RECORDED: 11/29/2004